

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	Big Lots, Inc.	SJN Data Center LLC, dba Encore Technologies	Staff Augmentation Services Statement of Work	4620 Wesley Ave Cincinnati, OH 45212 USA	2/28/2025
2	AVDC, LLC	Skybridge Asset Protection	Services Agreement	5173 Waring Rd. #43 San Diego, CA 92120 USA	2/28/2025
3	AVDC, LLC	Skybridge Asset Protection	Services Agreement	5173 Waring Rd. #43 San Diego, CA 92120 USA	2/28/2025
4	Big Lots, Inc.	SMI Mold Testing and Remediation, Inc. dba Disaster Recovery Services	Scope of Work for Disaster Recovery Services	PO Box 989 Remsenburg, NY 11960 USA	2/28/2025
5	Big Lots, Inc.	SMI Mold Testing and Remediation, Inc. dba Disaster Recovery Services	Services Agreement	PO Box 989 Remsenburg, NY 11960 USA	2/28/2025
6	Big Lots Stores, LLC	Software One, Inc.	Amendment to Client Portal Terms of Use	320 E Buffalo Street Milwaukee, WI 53202 USA	2/28/2025
7	Big Lots Stores, LLC	Software One, Inc.	MSA	320 E Buffalo Street Milwaukee, WI 53202 USA	2/28/2025
8	Big Lots Stores, LLC	Software One, Inc.	Services Agreement	320 E Buffalo Street Milwaukee, WI 53202 USA	2/28/2025
9	Big Lots Stores, LLC	Software One, Inc.	Services Agreements	320 E Buffalo Street Milwaukee, WI 53202 USA	2/28/2025
10	Big Lots Stores, LLC	Software One, Inc.	Services Contract for Cloud Managed Services for AWS	320 E Buffalo Street Milwaukee, WI 53202 USA	2/28/2025
11	Big Lots Stores, LLC	Software One, Inc.	Statement of Work for Amazon Connect QuickStart with Freshworks	320 E Buffalo Street, Suite 200 Milwaukee, WI 53202 USA	2/28/2025
12	Big Lots eCommerce LLC	Southern Motor Carriers Association, Inc. d/b/a "SMC3"	RateWare XL License - Shipper	500 Westpark Drive Peachtree City, GA 30269 USA	2/28/2025
13	Big Lots eCommerce LLC	Southern Motor Carriers Association, Inc. d/b/a "SMC"	CzarLite Base Rate License - Shipper	500 Westpark Drive Peachtree City, GA 30269 USA	2/28/2025
14	Big Lots eCommerce LLC	Southern Motor Carriers Association, Inc. d/b/a "SMC"	CzarLite Base Rate License - Shipper	500 Westpark Drive Peachtree City, GA 30269 USA	2/28/2025
15	Big Lots eCommerce LLC	Southern Motor Carriers Association, Inc. d/b/a "SMC"	RateWare XL License Agreement	500 Westpark Drive Peachtree City, GA 30269 USA	2/28/2025
16	Big Lots eCommerce LLC	Southern Motor Carriers Association, Inc. d/b/a SMC	Master Agreement	500 Westpark Drive Peachtree City, GA 30269 USA	2/28/2025
17	Big Lots, Inc.	Speedeon Data	Confidentiality Agreement	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
18	Big Lots Stores, LLC	Speedeon Data	New mover and life stage data	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
19	Big Lots Stores, LLC	Speedeon Data	SOW	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
20	Big Lots Stores, LLC	Speedeon Data LLC	Amendment	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
21	Big Lots, Inc.	SPEEDEON DATA LLC	Amendment to Master Services Agreement	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
22	Big Lots, Inc.	Speedeon Data LLC	Data Evaluation Agreement	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
23	Big Lots, Inc.	Speedeon Data LLC	Statement of Work	5875 Landerbrook Drive Cleveland, Ohio 44124 USA	2/28/2025
24	Big Lots, Inc.	Speedeon Data LLC	Statement of Work for Data Services	5875 Landerbrook Drive, Suite 130 Cleveland, OH 44124 USA	2/28/2025
25	Big Lots, Inc.	Speedeon Data, LLC	Master Services Agreement	5875 Landerbrook Drive, Suite 130 Cleveland, Ohio 44124 USA	2/28/2025
26	Big Lots, Inc.	Sprout Social, Inc.	Confidentiality Agreement	123 N. Wacker Drive Chicago, IL 60606 USA	2/28/2025
27	Big Lots Stores, LLC	Sprout Social, Inc.	Service Order Agreement	123 N. Wacker Drive Chicago, IL 60606 USA	2/28/2025
28	Big Lots Stores, LLC	Sprout Social, Inc.	Social media publishing, monitoring, reporting, community management	123 N. Wacker Drive Chicago, IL 60606 USA	2/28/2025
29	Big Lots, Inc.	Sprout Social, Inc.	Vendor Agreement	131 S. Dearborn Street, STE 700 Chicago, IL 60603 USA	2/28/2025
30	Big Lots Stores, LLC	SquareTrade, Inc.	Amendment to Retailer Agreement	123 Main St. City Name, State Name 12345 USA	2/28/2025
31	Big Lots, Inc.	SquareTrade, Inc.	Retailer Agreement	600 Harrison Street, Suite 400 San Francisco, CA 94107 USA	2/28/2025
32	Big Lots, Inc.	Stanley Access Technologies	Services Agreement	65 Scott Swamp Rd Farmington, CT 06032 USA	2/28/2025
33	Big Lots Stores, LLC	Statista Inc.	Renewal Agreement	3 World Trade Center at 175 Greenwich Street, 36th Floor New York, NY 10007 USA	2/28/2025
34	Big Lots Stores, LLC	Statista Inc.	Renewal Agreement for Subscription Services	3 World Trade Center at 175 Greenwich Street, 36th Floor New York, NY 10007 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
35	Big Lots, Inc.	Statista Inc.	Services Agreement	55 Broad Street, 30th Floor New York, NY 10004 USA	2/28/2025
36	Big Lots Stores, LLC	Statista Inc.	Syndicated Research Partner - Consumer trends	3 World Trade Center at 175 Greenwich Street, 36th Floor New York, NY 10007 USA	2/28/2025
37	Big Lots, Inc.	STONE ROOFING CO INC	Services Agreement	730 N CONEY AVE AZUSA, CA 91702 USA	2/28/2025
38	Big Lots Stores, LLC	Summit Off Duty LLC	Staffing Services Agreement	600 E. Las Colinas Boulevard, Suite 900 Irving, TX 75039 USA	2/28/2025
39	Big Lots Stores, LLC	Summit Off Duty Services, LLC	Mutual Non-Disclosure Agreement	600 E. Las Colinas Boulevard, Suite 900 Irving, TX 75039 USA	2/28/2025
40	Big Lots, Inc.	SUNSHINE MILLS INC.	Services Agreement	PO BOX 740209 ATLANTA, GA 30374-0209 USA	2/28/2025
41	Big Lots, Inc.	SUNSHINE PROMO	Services Agreement	4000 HIGHWAY 90 STE H PACE, FL 32571-1909 USA	2/28/2025
42	Big Lots, Inc.	SVA	Services Agreement	401 Hackensack Ave, 4th Floor, Hackensack, NJ 07601 USA	2/28/2025
43	Big Lots Stores, LLC	Taskrabbit, Inc.	Marketing Agreements	P.O. Box 530225 Atlanta, GA 30353-0225 USA	2/28/2025
44	Big Lots, Inc.	Tax Compliance, Inc.	Data Processing Agreement	13500 Evening Creek Drive N, Suite 500 San Diego, CA 92128 USA	2/28/2025
45	Big Lots, Inc.	Tax Compliance, Inc.	Master Software License & Services Agreement	13500 Evening Creek Drive N, Suite 500 San Diego, CA 92128 USA	2/28/2025
46	Big Lots, Inc.	Tax Compliance, Inc.	Mutual Nondisclosure Agreement	13500 Evening Creek Drive N, Suite 500 San Diego, CA 92128 USA	2/28/2025
47	Big Lots, Inc.	Tax Compliance, Inc.	Mutual Nondisclosure Agreement	13500 Evening Creek Drive N, Suite 500 San Diego, CA 92128 USA	2/28/2025
48	Big Lots, Inc.	TEMA Roofing Services, LLC	Master Services Agreement	1596 Motor Inn Drive Girard, OH 44420 USA	2/28/2025
49	Big Lots, Inc.	TEMA Roofing Services, LLC	Statement of Work for Roof Leak Repair	1596 Motor Inn Drive Girard, OH 44420 USA	2/28/2025
50	Big Lots, Inc.	TEMA Roofing Services, LLC	Statement of Work for Roof Upgrade	1596 Motor Inn Drive Girard, OH 44420 USA	2/28/2025
51	Big Lots, Inc.	TEMA Roofing Services, LLC	Statement of Work for Roofing Preventative Maintenance Program	1596 Motor Inn Drive Girard, OH 44420 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
52	Big Lots, Inc.	TEMA Roofing Services, LLC.	Statement of Work for Roof Leak Repair	1596 Motor Inn Drive Girard, OH 44420 USA	2/28/2025
53	Big Lots, Inc.	Terminix Commercial	Pest Control Service Agreement	4411 Professional Parkway Groveport, OH 43125 USA	2/28/2025
54	Big Lots Stores, LLC	Terminix Commercial	Pest Control Services Agreement	4411 Professional Parkway Groveport, OH 43125 USA	2/28/2025
55	Big Lots, Inc.	Terminix Commercial	Pest Control Services Agreement	3455 Centerpoint Drive Urbancrest, Ohio 43123 USA	2/28/2025
56	Big Lots, Inc.	Terminix International Company Limited Partnership	Termination Notice for Pest Control Service Agreement	3655 Centerpoint Drive Urban Crest, Ohio 43123 USA	2/28/2025
57	Big Lots, Inc.	Terminix International Company, L.P.	Pest Control Service Agreement	2120 Citygate Drive Columbus, Ohio 43219 USA	2/28/2025
58	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging and Larvacide Services	2120 Citygate Drive Columbus, Ohio 43219 USA	2/28/2025
59	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	300 Philipi Rd. Columbus, Ohio 43228 USA	2/28/2025
60	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	3455 Centerpoint Drive Urbancrest, Ohio 43123 USA	2/28/2025
61	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	2120 Citygate Drive Columbus, Ohio 43219 USA	2/28/2025
62	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	300 Philipi Rd. Columbus, Ohio 43228 USA	2/28/2025
63	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	300 Philipi Rd. Columbus, Ohio 43228 USA	2/28/2025
64	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	2120 Citygate Drive Columbus, Ohio 43219 USA	2/28/2025
65	Big Lots, Inc.	Terminix International Company, L.P.	Service Agreement for Mosquito Fogging Services	2120 Citygate Drive Columbus, Ohio 43219 USA	2/28/2025
66	Big Lots, Inc.	The Go To Group	Confidentiality Agreement	138 N Hickory Ave Bel Air, MD 21014 USA	2/28/2025
67	Big Lots, Inc.	The Go To Group, Inc.	Annual Support Agreement	138 N Hickory Avenue Bel Air, MD 21014-3240 USA	2/28/2025
68	Big Lots, Inc.	The Go To Group, Inc.	Annual Support Agreement	138 N Hickory Ave Bel Air, MD 21014 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
69	Big Lots Stores, LLC	The Morning Consult LLC	Competitive Intelligence & syndicated platform	1025 F St NW Washington, DC 20004 USA	2/28/2025
70	Big Lots Stores, LLC	The Morning Consult LLC	Custom Brand Tracker	1025 F St NW Washington, DC 20004 USA	2/28/2025
71	Big Lots, Inc.	The Morning Consult LLC	Master Services Agreement	1025 F St NW Washington, DC 20004 USA	2/28/2025
72	Big Lots Stores, LLC	The Morning Consult LLC	Order Form for Brand Health Tracker Services	1025 F St NW Ste 800 Washington, DC 20004 USA	2/28/2025
73	Big Lots Stores, LLC	The Morning Consult LLC	Order Form for Custom Survey Research Bank	1025 F St NW Washington, DC 20004 USA	2/28/2025
74	Big Lots Stores, LLC	The Morning Consult LLC	Order Form for Custom Survey Research Bank	1025 F St NW Washington, DC 20004 USA	2/28/2025
75	Big Lots, Inc.	The Terminix International Company Limited Partnership	National Accounts Pest Control Services Agreement	860 Ridge Lake Blvd. Memphis, TN 38120 USA	2/28/2025
76	Big Lots, Inc.	The Terminix International Company, L.P.	Amendment to Pest Control Service Agreement	860 Ridge Lake Boulevard Memphis, Tennessee 38120 USA	2/28/2025
77	Big Lots, Inc.	The Terminix International Company, Limited Partnership	Confidentiality Agreement	3455 Centerpoint Drive Urbancrest, Ohio 43123 USA	2/28/2025
78	Big Lots, Inc.	THE WALDINGER CORPORATION	HVAC Scheduled Maintenance and Service Agreement	2601 Bell Avenue Des Moines, IA 50321 USA	2/28/2025
79	Big Lots Stores, LLC	Thrasio, LLC	Mutual Non-Disclosure Agreement	85 West Street, Floor 3 Walpole, MA 02081 USA	2/28/2025
80	Big Lots, Inc.	TOTAL EQUIPMENT SERVICE	Service Agreement	8355 W. Flagler St, Ste 235 Miami, FL 33144 USA	2/28/2025
81	Big Lots, Inc.	Total Equipment Services	HVAC Scheduled Maintenance and Service Agreement	3695 Ford Dr Chelmsford, ON P0M 1L0 Canada	2/28/2025
82	Big Lots, Inc.	TRANE US INC	Services Agreement	PO BOX 845053 DALLAS, TX 75284-5053 USA	2/28/2025
83	Big Lots, Inc.	Truist Securities	Services Agreement	3333 PEACHTREE ROAD, N.E., ATLANTA FINANCIAL CENTER, SOUTH TOWER, 9TH FLOOR ATLANTA, GA 30326 USA	2/28/2025
84	Big Lots, Inc.	Truly Nolen of America, inc.	Services Agreement	3636 E. Speedway Blvd Tucson, AZ 85716 USA	2/28/2025
85	Big Lots, Inc.	TUG HILL MECHANICAL INC	Service Agreement	791 County Route 22 Parish, NY 13131 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
86	Big Lots, Inc.	TUG HILL MECHANICAL INC	Services Agreement	791 COUNTY ROUTE 22 PARISH, NY 13131-3184 USA	2/28/2025
87	Big Lots Stores, LLC	Tug Hill Mechanical, Inc.	Scheduled Maintenance and Service Agreement	791 COUNTY ROUTE 22 PARISH, NY 13131-3184 USA	2/28/2025
88	Big Lots, Inc.	TWIN CITY HARDWARE COMPANY	Services Agreement	723 HADLEY AVE N OAKDALE, MN 55128-6205 USA	2/28/2025
89	Big Lots, Inc.	TWS Facility Services, Inc.	Confidentiality Agreement	23905 CLINTON KEITH RD 114-423 WILDOMAR, CA 92595-7897 USA	2/28/2025
90	Big Lots, Inc.	ULINE	Services Agreement	PO BOX 88741 CHICAGO, IL 60680-1741 USA	2/28/2025
91	Big Lots, Inc.	Uncas International LLC	Scan-Based Trading Vendor Agreement	1600 Division Road West Warwick, RI 02893 USA	2/28/2025
92	Big Lots, Inc.	Uncas International LLC	Scan-Based Trading Vendor Agreement	1600 Division Road West Warwick, RI 02893 USA	2/28/2025
93	Big Lots, Inc.	Uncas International LLC	SCAN-BASED TRADING VENDOR AGREEMENT	1600 Division Road West Warwick, RI 02893 USA	2/28/2025
94	Big Lots, Inc.	Uncas International LLC	SCAN-BASED TRADING VENDOR AGREEMENT	1600 Division Street West Warwick, RI 02893 USA	2/28/2025
95	Big Lots, Inc.	UniFirst Corp.	Termination of Customer Service Agreement	8176 Presidents Drive, Suite C Hummelstown, PA 17036 USA	2/28/2025
96	Big Lots, Inc.	UniFirst Corporation	Amendment to Textile Rental Service Agreement	68 Jonspin Road Wilmington, MA 01887 USA	2/28/2025
97	Big Lots, Inc.	UniFirst Corporation	Amendment to Textile Rental Service Agreement	68 Jonspin Road Wilmington, MA 01887 USA	2/28/2025
98	Big Lots Stores, LLC	UniFirst Corporation	Amendment to Textile Rental Service Agreement	68 Jonspin Road Wilmington, MA 01887 USA	2/28/2025
99	Big Lots, Inc.	UniFirst Corporation	Textile Rental Service Agreement	68 Jonspin Road Wilmington, MA 01887 USA	2/28/2025
100	Big Lots Stores, LLC	United Information Service, Inc.	Second Amendment to Statement of Work	300 First Stamford Place Second Floor West Stamford, CT 06902 USA	2/28/2025